

*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential investors should read the prospectus dated 14 March 2011 (the “**Prospectus**”) issued by Zhengye International Holdings Company Limited (the “**Company**”) for detailed information about the International Placing and the Hong Kong Public Offer described below before deciding whether or not to invest in the Offer Shares thereby offered in the Global Offering.*

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.

*Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (“**HKSCC**”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

Potential investors of the Hong Kong Public Offer Shares should note that the Hong Kong Underwriters are entitled to terminate their obligations under the Hong Kong Underwriting Agreement by notice in writing to be given by the Sole Global Coordinator (acting on behalf of all the Hong Kong Underwriters) upon the occurrence of any of the events set forth under the section headed “Underwriting — Hong Kong Public Offer — Grounds for termination” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be on Monday, 28 March 2011).

*In connection with the Global Offering, CMBIS or any person acting for it may over-allocate or effect any other transactions with a view to supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period. Such transactions, if commenced, may be discontinued at any time. CMBIS will be appointed as stabilising manager (the “**Stabilising Manager**”) for purposes of the Global Offering in accordance with the Securities and Futures (Price Stabilizing) Rules made under the SFO and, should stabilising transactions be effected in connection with the Global Offering, such transactions will be effected in accordance with the laws, rules and regulations in place in Hong Kong on stabilisation. An announcement will be made to the public within seven days after the end of the stabilising period as required under the Securities and Futures (Price Stabilizing) Rules made under the SFO. The details of the intended stabilisation and how it will be regulated under the Securities and Futures (Price Stabilizing) Rules of the SFO are contained in the section headed “Structure and Conditions of the Global Offering — Stabilisation in Hong Kong” in the Prospectus.*

Potential investors should be aware that stabilising action cannot be taken to support the price of the Shares for longer than the stabilisation period which begins on the Listing Date (which is expected to be on Monday, 28 March 2011) and ends on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offer. The stabilisation period is expected to expire on Saturday, 16 April 2011 and that after this date, when no further stabilising action may be taken, demand for the Shares, and therefore its market price, could fall.

In connection with the Global Offering, the Company expects to grant to the International Underwriters the Over-allotment Option, which will be exercisable by the Sole Global Coordinator (on behalf of the International Underwriters) at any time from the Listing Date up to (and including) the 30th day after the last day for the lodging of applications under the Hong Kong Public Offer. Pursuant to the Over-allotment Option, the Company may be required to allot and issue at the Offer Price up to an aggregate of 18,750,000 additional Shares, representing approximately 15% of the total number of Shares initially available under the Global Offering, in connection with over-allocations in the International Placing, if any, to be issued and all issued on the same terms and conditions as the Shares subject to the Global Offering. If the Over-allotment Option is exercised in full, the additional Offer Shares will represent approximately 3.6% of the Company’s enlarged issued share capital following the completion of the Global Offering, the Capitalisation Issue and the exercise of the Over-allotment Option but without taking into account any Shares which may fall to be issued upon the exercise of any options that may be granted under the Share Option Scheme. In the event that the Over-allotment Option is exercised, a press announcement will be made.

ZHENGYE INTERNATIONAL HOLDINGS COMPANY LIMITED

正業國際控股有限公司

(incorporated in Bermuda with limited liability)

GLOBAL OFFERING

Number of Offer Shares	: 125,000,000 New Shares (subject to the Over-allotment Option)
Number of International Placing Shares	: 112,500,000 New Shares (subject to adjustment and the Over-allotment Option)
Number of Hong Kong Public Offer Shares	: 12,500,000 New Shares (subject to adjustment)
Offer Price	: Not more than HK\$1.93 per Offer Share (plus brokerage fee of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%, payable in full upon application and subject to refund)
Nominal value	: HK\$0.10 each
Stock code	: 3363

Sole Global Coordinator, Sole Bookrunner and Sole Sponsor



Joint Lead Managers



The Company is initially offering 12,500,000 Hong Kong Public Offer Shares, representing 10% of the total number of Offer Shares initially being offered in the Global Offering, for subscription by way of the Hong Kong Public Offer. Application has been made by the Company to the Listing Committee for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus and the Application Forms, including the Offer Shares (including any Shares which may be issued pursuant to the exercise of the Over-allotment Option) and any Shares which may be issued under the Share Option Scheme. Subject to the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus, as well as compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Stock Exchange, or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second business day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and the CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made for the Shares to be admitted into CCASS. Investors should seek the advice of their stockbrokers or other professional advisers for details of those settlement arrangements and how such arrangements will affect their rights and interests.

The Hong Kong Public Offer Shares initially available for subscription under the Hong Kong Public Offer (after taking into account any adjustment in the number of Offer Shares allocated between the Hong Kong Public Offer and the International Placing) will be equally divided into two pools (subject to adjustment of odd lot size) for allocation purposes only: Pool A and Pool B. The Hong Kong Public Offer Shares in Pool A will comprise 6,250,000 Hong Kong Public Offer Shares and will be allocated on an equitable basis to successful applicants who

have applied for the Hong Kong Public Offer Shares in the value of HK\$5 million or below (excluding SFC transaction levy imposed, the Stock Exchange trading fee and the brokerage payable thereon). The Hong Kong Public Offer Shares available in Pool B will comprise 6,250,000 Hong Kong Public Offer Shares and will be allocated on an equitable basis to successful applicants who have applied for the Hong Kong Public Offer Shares in the value of more than HK\$5 million (excluding SFC transaction levy imposed, the Stock Exchange trading fee and the brokerage payable thereon) and up to the total initial value of Pool B. Applicants should be aware that allocation ratios for applications in the two pools, as well as the allocation ratios for applications in the same pool, are likely to be different. Where one of the pools (but not both) is undersubscribed, the unsubscribed Hong Kong Public Offer Shares will be transferred to the other pool to satisfy the demand in the other pool and be allocated accordingly. Applicants can only receive an allocation of Hong Kong Public Offer Shares from any one pool but not from both pools and can only make applications to either Pool A or Pool B. **Multiple or suspected multiple applications and any application made for more than 6,250,000 Hong Kong Public Offer Shares are bound to be rejected.** Except where the applicant is a nominee and provide the required information in the application, no more than one application (whether individually or jointly) can be made by applying on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC or applying online through the HK eIPO White Form Service Provider under the **HK eIPO White Form** service (www.hkeipo.hk). Each applicant under the Hong Kong Public Offer will also be required to give an undertaking and confirmation in the Application Form submitted by him/her/it that he/she/it and any person(s) for whose benefit he/she/it is making the application have not taken up or applied for, or indicated an interest for, and will not take up or apply for, or indicate an interest for, any International Placing Shares under the International Placing, and such applicant's application is liable to be rejected if the said undertaking and/or confirmation is breached or untrue (as the case may be) or he/she/it has been or will be placed or allocated International Placing Shares under the International Placing.

Applicants who apply on **WHITE** Application Forms for 1,000,000 or more Hong Kong Public Offer Shares and have indicated in their **WHITE** Application Forms that they wish to collect their share certificate(s) and/or refund cheque(s) (where applicable) in person from the Company's Hong Kong Share Registrar, Tricor Investor Services Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, may collect their share certificate(s) and/or refund cheque(s) (where applicable) in person from 9:00 a.m. to 1:00 p.m. on Friday, 25 March 2011 or such other date as notified by the Company in the South China Morning Post (in English) and Hong Kong Economic Times (in Chinese) and on the website of the Stock Exchange at www.hkexnews.hk and on the website of the Company at www.zhengye-cn.com as the date of collection/despatch of the share certificates, e-Auto Refund payment instructions and refund cheques. Identification and (where applicable) authorisation documents acceptable to Tricor Investor Services Limited must be produced at the time of collection. Individual applicants who opt for collection in person must not authorise any other person to make collection on their behalf. If an applicant is a corporate applicant which opts for collection in person, the authorised representative bearing a letter of authorisation from the corporation stamped with the company chop (bearing the company name) must be presented for collection. If applicants do not collect their share certificate(s) and/or refund cheque(s) (where applicable) within the time specified for collection, they will be despatched thereafter to the applicants by ordinary post to the address as specified in the **WHITE** Application Forms at their own risk.

Applicants who apply on **YELLOW** Application Forms for 1,000,000 or more Hong Kong Public Offer Shares and have indicated in their **YELLOW** Application Forms that they wish to collect refund cheque(s) in person may collect their refund cheques (where applicable) but may not elect to collect their share certificates, which will be deposited into CCASS for credit to their designated CCASS Participant's stock accounts or CCASS Investor Participant's stock accounts, as appropriate. The procedure for collection of refund cheques (where applicable) for applicants who apply on **YELLOW** Application Forms for Hong Kong Public Offer Shares is the same as that for **WHITE** Application Form applicants. Instead of using **YELLOW** Application Forms, applicants may electronically instruct HKSCC to cause HKSCC Nominees to apply for the Hong Kong Public Offer Shares on their behalf via CCASS. Any Hong Kong Public Offer Shares allocated to such applicants will be registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant's stock account or their designated CCASS Participant's stock account on such applicants' behalf or as instructed by such applicants in their **YELLOW** Application Forms on Friday, 25 March 2011 or under a contingent situation, on any other date as shall be determined by HKSCC or HKSCC Nominees.

In relation to applicants who apply for less than 1,000,000 Hong Kong Offer Shares, or applicants who have applied for 1,000,000 or more Hong Kong Offer Shares but have not elected to collect their refund cheque(s) (where relevant) and/or share certificate(s) (where relevant) in person, their refund cheque(s) (where relevant) and/or share certificate(s) (where relevant) will be sent by ordinary post at the applicants' own risk to the addresses specified in the **WHITE** or **YELLOW** Application Forms.

Applicants who apply for 1,000,000 Hong Kong Public Offer Shares or more through the **HK eIPO White Form** service by applying online to the HK eIPO White Form Service Provider through the designated website at www.hkeipo.hk and their application is wholly or partially successful, they may collect the share certificate(s) and/or refund cheque(s) (where applicable) in person from the Hong Kong Share Registrar, Tricor Investor Services Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong from 9:00 a.m. to 1:00 p.m. on Friday, 25 March 2011, or such other date as notified by the Company in the newspapers and on the website of the Stock Exchange at www.hkexnews.hk and on the website of the Company at www.zhengye-cn.com as the date of despatch/collection of share certificates, e-Auto Refund payment instructions refund cheques. If the applicants do not collect their share certificate(s) and/or refund cheque(s) personally within the time specified for collection, they will be sent to the address specified in their application instructions to the HK eIPO White Form Service Provider promptly thereafter by ordinary post and at their own risk. If the applicants apply for less than 1,000,000 Hong Kong Public Offer Shares, their share certificate(s) and/or refund cheque(s) (where applicable) will be sent to the address specified in their application instructions to the HK eIPO White Form Service Provider on Friday, 25 March 2011 by ordinary post and at the applicant's own risk.

Applications for the Hong Kong Public Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the related Application Forms. Applicants who would like to be allotted the Hong Kong Public Offer Shares in their own names should complete and sign the **WHITE** Application Forms or by submitting application to the HK eIPO White Form Service Provider under the **HK eIPO White Form** service (www.hkeipo.hk). Applicants who would like to have the allotted Hong Kong Public Offer Shares issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants should (i) complete and sign the **YELLOW** Application Form, copies of which,

together with copies of the Prospectus, may be obtained during normal business hours from 9:00 a.m. on Monday, 14 March 2011 until 12:00 noon on Thursday, 17 March 2011 at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbroker who may have such Application Forms and Prospectus available; or (ii) give **electronic application instructions** to HKSCC via CCASS.

You should be aware that no temporary document of title or any receipt for application money received will be issued by the Company in respect of the Hong Kong Public Offer Shares.

The Offer Price will not be more than HK\$1.93 per Offer Share and is currently expected to be not less than HK\$1.43 per Offer Share unless otherwise announced. Investors applying for the Hong Kong Public Offer Shares must pay, on application, the maximum indicative Offer Price of HK\$1.93 for each Offer Share together with brokerage fee of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% on each Hong Kong Public Offer Share subject to refund if the Offer Price is lower than HK\$1.93. The Sole Global Coordinator (on behalf of the Underwriters) may, with the consent of the Company, reduce the indicative Offer Price range as stated in the Prospectus (which is HK\$1.43 to HK\$1.93 per Share) and/or reduce the number of Offer Shares being offered pursuant to the Global Offering at any time on or prior to the morning of the last day for lodging applications under the Hong Kong Public Offer, which is expected to be on Thursday, 17 March 2011. In such a case, notices of the reduction of the indicative Offer Price range and/or the number of Offer Shares will be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) and on the website of the Stock Exchange at www.hkexnews.hk and our Company's website at www.zhengye-cn.com not later than the morning of the day which is the last day for lodging applications under the Hong Kong Public Offer, which is expected to be on Thursday, 17 March 2011.

The Offer Price is expected to be determined by agreement between the Sole Global Coordinator (on behalf of the Underwriters) and the Company on the Price Determination Date, when market demand for the Offer Shares will be determined. The Price Determination Date is expected to be on Thursday, 17 March 2011 and in any event, no later than Thursday, 24 March 2011. **If, for any reason, the Company and the Sole Global Coordinator (on behalf of the Underwriters) are unable to reach agreement on the Offer Price on or before the Price Determination Date, the Global Offering (including the Hong Kong Public Offer) will not become unconditional and will lapse.**

The Global Offering is conditional on the conditions as stated in the section headed "Structure and Conditions of the Global Offering — Conditions of the Global Offering" of the Prospectus. If the conditions are not fulfilled or waived prior to the times and dates specified in the Underwriting Agreements, the Global Offering will thereby lapse and all application monies, together with the brokerage fee, the SFC transaction levy and the Stock Exchange trading fee received from applicants under the Global Offering, will be returned to the applicants, without interest, on the terms set out in the section headed "How to apply for Hong Kong Public Offer Shares" in the Prospectus.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Monday, 14 March 2011, until 12:00 noon on Thursday, 17 March 2011 at:

any of the following addresses of the **Hong Kong Underwriters**:

CMB International Securities Limited at Units 1803–4, 18/F, Bank of America Tower, 12 Harcourt Road, Central, Hong Kong

Haitong International Securities Company Limited at 25/F, New World Tower, 16–18 Queen’s Road Central, Hong Kong

Tung Shing Securities (Brokers) Limited at 22/F, China Overseas Building, 139 Hennessy Road, Wanchai, Hong Kong

OSK Securities Hong Kong Limited at 12/F, World-Wide House, 19 Des Voeux Road Central, Hong Kong

Mitsubishi UFJ Securities (HK), Limited at 11/F, AIA Central, 1 Connaught Road Central, Hong Kong

or any of the following branches of The Bank of East Asia, Limited:

	Branch Name	Branch Address
Hong Kong Island	Main Branch	10 Des Voeux Road Central, HK
	Causeway Bay Branch	46 Yee Wo Street
	Wanchai Branch	Shop A–C, G/F, Easey Commercial Building, 253–261 Hennessy Road, Wanchai
	Kennedy Town Centre Branch	Shop D, G/F, Kennedy Town Centre, 23 Belcher’s Street
Kowloon	Mongkok North Branch	G/F, Kalok Building, 720–722 Nathan Road, Mongkok
	One Peking Branch	Shop 202 & 203, L/F, One Peking, One Peking Road, Tsim Sha Tsui
	Kwun Tong Branch	7 Hong Ning Road
New Territories	Tai Wai Branch	16–18 Tai Wai Road, Cheung Fung Mansion, Shatin
	Tuen Mun Branch	Shop G16, G/F, Eldo Court Shopping Centre
	Park Central Branch	Shop G6, G/F, Park Central, 9 Tong Tak Street, Tseung Kwan O

or any of the following branches of Wing Lung Bank Limited:

	Branch Name	Branch Address
Hong Kong Island	Head Office	45 Des Voeux Road Central
	Johnston Road Branch	118 Johnston Road
	North Point Branch	361 King's Road
Kowloon	Mongkok Branch	B/F Bank Centre, 636 Nathan Road
	Lamtin Sceneway Plaza Branch	Shop 59, 3/F Sceneway Plaza, 8 Sceneway Road
New Territories	Shatin Plaza Branch	21 Shatin Centre Street
	Tsuen Wan Branch	251 Sha Tsui Road
	Sheung Shui Branch	128 San Fung Avenue

Applicants can collect a **YELLOW** Application Form and the Prospectus during normal business hours from 9:00 a.m. on Monday, 14 March 2011 till 12:00 noon on Thursday, 17 March 2011 from:

- the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong
- stockbrokers who may have Application Forms and the Prospectus available.

WHITE or **YELLOW** Application Forms completed in all respects in accordance with the instructions printed thereon, to which cheques or banker's cashier orders made payable to "The Bank of East Asia (Nominees) Limited — Zhengye International Public Offer" should be securely stapled, should be deposited in any of the special collection boxes provided at any one of the branches of The Bank of East Asia, Limited and Wing Lung Bank Limited referred to above on the following dates during the following times:

Monday, 14 March 2011 — 9:00 a.m. to 5:00 p.m.
Tuesday, 15 March 2011 — 9:00 a.m. to 5:00 p.m.
Wednesday, 16 March 2011 — 9:00 a.m. to 5:00 p.m.
Thursday, 17 March 2011 — 9:00 a.m. to 12:00 noon

Investors can also apply for Hong Kong Public Offer Shares by giving **electronic application instructions** to HKSCC as follows:

1. CCASS Investor Participants may give **electronic application instructions** to HKSCC through the CCASS Phone System by calling 2979 7888 or through the CCASS Internet System (<https://ip.ccass.com>) (according to the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time). HKSCC may also input **electronic application instructions** for CCASS Investor Participants on their behalf if they go to the HKSCC Customer Service Centre at 2/F, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong and complete an input request form. Prospectus are available for collection from the above address; and

- those who are not CCASS Investor Participants may instruct their brokers or custodians who are CCASS Clearing Participants or CCASS Custodian Participants to give **electronic application instructions** to HKSCC via CCASS terminals to apply for Hong Kong Public Offer Shares on their behalf.

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:

Monday, 14 March 2011 — 9:00 a.m. to 8:30 p.m.¹
Tuesday, 15 March 2011 — 8:00 a.m. to 8:30 p.m.¹
Wednesday, 16 March 2011 — 8:00 a.m. to 8:30 p.m.¹
Thursday, 17 March 2011 — 8:00 a.m.¹ to 12:00 noon

Note:

- These times are subject to such changes as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Monday, 14 March 2011 until 12:00 noon on Thursday, 17 March 2011 (24 hours daily, except on the last day for lodging applications under the Hong Kong Public Offer).

Completed **WHITE** or **YELLOW** Application Forms, together with payment attached, must be lodged by 12:00 noon on Thursday, 17 March 2011, or, if the Application Lists are not open on that day, then by the time and date stated in the section headed “How to apply for Hong Kong Public Offer Shares — 12. Effect of bad weather conditions on the opening of the Application Lists” in the Prospectus.

Applicants may submit application to the HK eIPO White Form Service Provider under the **HK eIPO White Form** service through the designated website at www.hkeipo.hk from 9:00 a.m. on Monday, 14 March 2011 until 11:30 a.m. on Thursday, 17 March 2011 or such later time as described under the section headed “How to apply for Hong Kong Public Offer Shares — 12. Effect of bad weather conditions on the opening of the Application Lists” in the Prospectus (24 hours daily, except on the last day for lodging applications under the Hong Kong Public Offer). The latest time for completing full payment of application monies (including any related fees) in respect of such applications will be 12:00 noon on Thursday, 17 March 2011, being the last day for lodging applications under the Hong Kong Public Offer, or, if the Application Lists are not open on that day, then by the time and date stated in the section headed “How to apply for Hong Kong Public Offer Shares — 12. Effect of bad weather conditions on the opening of the Application Lists” in the Prospectus.

Applicants will not be permitted to submit application to the HK eIPO White Form Service Provider through the designated website at www.hkeipo.hk after 11:30 a.m. on the last day for submitting applications. If the applicants have already submitted applications and obtained a payment reference number from the website prior to 11:30 a.m., they will be permitted to continue the application process (by completing payment of application monies) until 12:00 noon on the last day for submitting applications, when the Application Lists close.

The Application Lists will be open from 11:45 a.m. to 12:00 noon on Thursday, 17 March 2011, except as provided in the section headed “How to apply for Hong Kong Public Offer Shares — 12. Effect of bad weather conditions on the opening of the Application Lists” in the Prospectus. Subject to the terms and conditions set out in the Prospectus and the Application Forms relating thereto, applications made on **WHITE** or **YELLOW** Application Forms, or by

giving **electronic application instructions** to HKSCC, must be received no later than 12:00 noon on Thursday, 17 March 2011 (or if the Application Lists are not open on that day, then by 12:00 noon on the next business day the lists are open). Please see the section headed “How to Apply for Hong Kong Public Offer Shares” of the Prospectus for further details. If the conditions to the Global Offering are not fulfilled or waived prior to the times and dates specified, the Global Offering will lapse and the Stock Exchange will be notified immediately. The Company will cause notice of the lapse of the Hong Kong Public Offer to be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) and on the Stock Exchange’s website at www.hkexnews.hk and the Company’s website at www.zhengye-cn.com on the next day following such lapse. In such eventuality, all application monies will be returned, without interest, on the terms set out in the section headed “How to Apply for Hong Kong Public Offer Shares” of the Prospectus.

The Company expects to announce the final Offer Price, the level of indications of interest in the International Placing, the level of applications and the basis of allotment of the Hong Kong Public Offer Shares on Friday, 25 March 2011 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) and on the website of the Stock Exchange at www.hkexnews.hk and the Company’s website at www.zhengye-cn.com.

Results of allocations in the Hong Kong Public Offer, including the Hong Kong Identity Card/passport/Hong Kong Business Registration Certificate numbers of successful applicants (where supplied) and the number of Hong Kong Public Offer Shares successfully applied for under **WHITE** or **YELLOW** Application Forms, or by giving **electronic application instructions** to HKSCC via CCASS or to the designated HK eIPO White Form Service Provider through the **HK eIPO White Form** service (www.hkeipo.hk), will be made available at the times and dates and in the manner specified below:

- results of allocations in the Hong Kong Public Offer will be available in the Company’s announcement to be posted on the Company’s website at www.zhengye-cn.com at no later than 9:00 a.m. on Friday, 25 March 2011;
- results of allocations in the Hong Kong Public Offer will be available on the website of the Stock Exchange at www.hkexnews.hk at no later than 9:00 a.m. on Friday, 25 March 2011;
- results of allocations in the Hong Kong Public Offer will be available from the Hong Kong Public Offer allocation results telephone enquiry line. Applicants may find out whether or not their applications have been successful and the number of Hong Kong Public Offer Shares allocated to them, if any, by calling 3691 8488 between 9:00 a.m. and 6:00 p.m. from Friday, 25 March 2011 to Wednesday, 30 March 2011 (excluding Saturday and Sunday);
- results of allocations in the Hong Kong Public Offer will be available on the Company’s designated results of allocations website at www.tricor.com.hk/ipo/result on a 24-hour basis from 8:00 a.m. on Friday, 25 March 2011 to 12:00 midnight on Friday, 1 April 2011. The user will be required to key in the Hong Kong Identity Card/passport/Hong Kong Business Registration Certificate number provided in his/her/its application form to search for his/her/its own allocation result; and
- special allocation results booklets setting out the results of allocations will be available for inspection during the opening hours of individual branches from Friday, 25 March 2011 to Tuesday, 29 March 2011 at all the receiving bank branches at the

addresses set out in the section headed “How to apply for Hong Kong Public Offer Shares — 4. Where to collect the Prospectuses and the Application Forms” in the Prospectus.

If the applicant is applying using a **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC and his/her/its application is wholly or partially successful, his/her/its share certificate will be issued in the name of HKSCC Nominees and deposited into CCASS for credit to his/her/its CCASS Investor Participant stock account or the stock account of his/her/its designated CCASS Participant giving **electronic application instructions** on his/her/its behalf or as instructed by he/she/it in his/her/its **YELLOW** Application Form on Friday, 25 March 2011 or in the event of a contingency, on any other date as shall be determined by HKSCC or HKSCC Nominees. If the applicant is applying through a designated CCASS Participant (other than a CCASS Investor Participant), he/she/it can check the number of Hong Kong Public Offer Shares allocated to he/she/it (and the amount of refund money payable to he/she/it if he/she/it has instructed a CCASS Clearing/Custodian Participant to give **electronic application instructions** on his/her/its behalf) with that CCASS Participant. If the applicant is applying as a CCASS Investor Participant, he/she/it should check the announcement published by the Company (for CCASS Investor Participants applying by giving **electronic application instructions** to HKSCC, they can also check the number of Hong Kong Public Offer Shares allotted to him/her/it and the amount of refund monies (if any) payable to he/she/it via the CCASS Phone System and CCASS Internet Systems) and report any discrepancies to HKSCC before 5:00 p.m. on Friday, 25 March 2011 or such other date as shall be determined by HKSCC or HKSCC Nominees. Immediately after the credit of the Hong Kong Public Offer Shares to his/her/its account, he/she/it can check his/her/its new account balance via the CCASS Phone System and CCASS Internet System (under the procedures contained in HKSCC’s “An Operating Guide for Investor Participants” in effect from time to time). HKSCC will also make available to he/she/it an activity statement showing the number of Hong Kong Public Offer Shares credited to his/her/its stock account and (if the applicant is applying by giving **electronic application instructions** to HKSCC) the amount of refund money (where applicable) credited to his/her/its designated bank account.

If the applicant’s application is wholly or partially unsuccessful, the Company will refund in whole or in part (as applicable) the application monies, including the related brokerage fee, SFC transaction levy and Stock Exchange trading fee to the applicants without interest. If the Offer Price as finally determined is less than the maximum Offer Price of HK\$1.93 per Share (excluding brokerage fee, SFC transaction levy and Stock Exchange trading fee) initially paid on application, the Company will refund to the applicants the surplus application monies together with the related brokerage fee, SFC transaction levy and Stock Exchange trading fee, without interest. For applicants using **WHITE** or **YELLOW** Application Forms or applying through the **HK eIPO White Form** service, all refunds (if any) will be made by e-Auto Refund payment instructions or a cheque crossed “Account payee only” in favour of the applicant (or, in the case of joint applicants, to the first-named applicant on your Application Form) on the terms set out under “Refund of your money” on the Application Form and the section headed “How to apply for Hong Kong Public Offer Shares — 17. Despatch/Collection of share certificates, e-Auto Refund payment instructions and refund cheques” in the Prospectus. If an applicant applies for less than 1,000,000 Hong Kong Public Offer Shares or if he/she/it applies for 1,000,000 Hong Kong Public Offer Shares or more but have not indicated on the application that he/she/it will collect the refund cheques in person, the refund cheque will be sent to the address on the applicant’s Application Form (or in the case of joint applicants, to the address of the first-named applicant on the Application Form) by ordinary post and at his/

her/its own risk on Friday, 25 March 2011. For applicant applying by giving **electronic application instructions** to HKSCC via CCASS, refunds (if any) will be credited to his/her/its designated bank account or the designated bank account of his/her/its broker or custodian.

Share certificates for the Hong Kong Public Offer Shares are expected to be issued on Friday, 25 March 2011 and will only become valid certificates of title at 8:00 a.m. on Monday, 28 March 2011 provided that the Hong Kong Public Offer has become unconditional in all respects and the right of termination described in the section headed “Underwriting — Hong Kong Public Offer — Grounds for termination” of the Prospectus has not been exercised.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Monday, 28 March 2011. The Shares will be traded in board lots of 2,000 Shares. The stock code of the Company is 3363.

By order of the Board
Zhengye International Holdings Company Limited
HU Zheng
Chairman

Hong Kong, 14 March 2011

As at the date of this announcement, the executive Directors are Mr. HU Zheng, Mr. HU Hanchao and Mr. HU Hancheng, the non-executive Director is Mr. HU Hanxiang and the independent non-executive Directors are Mr. CHUNG Kwok Mo John, Mr. WU Youjun, and Mr. ZHU Hongwei.

*Please also refer to the published version of this announcement in **South China Morning Post**.*